

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

Clerk, U.S. District Court
Southern District of Texas
ENTERED

APR 30 2001

Michael N. Milby, Clerk of Court

IN RE:	§	
	§	
STAGE STORES, INC.,	§	CASE NO. 0035078-H2-11
A Delaware Corporation,	§	
SPECIALTY RETAILERS, INC.,	§	CASE NO. 0035079-H2-11
A Texas Corporation, and	§	
SPECIALTY RETAILERS, INC. (NV),	§	CASE NO. 0035080-H2-11
A Nevada Corporation,	§	Chapter 11
	§	(Jointly consolidated under
Debtors and Debtors in Possession	§	Case No. 0035078-H2-11)

**ORDER GRANTING MOTION TO ASSUME AND ASSIGN
STORE NO. 658 TO PAISANO DISCOUNT**

CAME ON FOR CONSIDERATION on this day the Motion to Assume and Assign Store No. 658 to Paisano Discount (the "Motion"), filed by Stage Stores, Inc., Specialty Retailers, Inc., and Specialty Retailers, Inc. (NV) (collectively, the "Debtors"). EP Plaza Partners, L.P. (the "Lessor") has objected to the Motion, but such objection has been withdrawn by the Lessor. Upon due consideration of the Motion, the arguments of counsel, and the supporting documents, the Court finds that the Motion should be granted. It is therefore

ORDERED that the Debtors are authorized and empowered to enter into the Assignment (as such term is defined in the Motion) with Paisano Discount (the "Assignee").

ORDERED that the Debtors are authorized and empowered, pursuant to 11 U.S.C. § 365(a), to assume and assign the Leases (as such term is defined in the Motion) to the Assignee under the terms of the Assignment. It is further

1195

APR-20-01 16:03 From:

T-134 P.03/03 Job-289

ORDERED that any undisputed defaults and arrearages under the Lease, including any unpaid rent for the month of April, 2001, shall have been cured by the Debtors within ten (10) days of the date of this Order and that, to the extent that there are any disputed defaults or arrearages under the Lease, the Lessor shall thereafter have the right to file a request for administrative claim for such amounts. It is further

ORDERED that notwithstanding Rule 6004(g) of the Federal Rules of Bankruptcy Procedure, this Order shall take effect immediately upon signature, and the Assignee shall have the right to occupy the premises governed by the Lease upon the date of the signature of this Order.

DATED: April 29, 2001

Wesley W. Star
UNITED STATES BANKRUPTCY JUDGE

AGREED
JENKENS & GILCHRIST,
a Professional Corporation

SCHERR LEGATE & EHRLICH, PLLC

By: [Signature]
Andrew E. Jillson
State Bar No. 10666370
Lynnette R. Warman
State Bar No. 20867940
John N. Schwartz
State Bar No. 00797397
1445 Ross Avenue, Suite 3200
Dallas, Texas 75202
Telephone: (214) 855-4500
Telecopy: (214) 855-4300

ATTORNEYS FOR THE DEBTORS
AND DEBTORS-IN-POSSESSION

By: [Signature]
Herbert Ehrlich
State Bar No. 06490000
109 N. Oregon, 12th Floor
El Paso, Texas 79901
Telephone: (915) 544-0100
Telecopy: (915) 544-7529

ATTORNEYS FOR EP PARTNERS, LP

ORDER GRANTING MOTION TO ASSUME AND ASSIGN
STORE NO. 658 TO PAISAMO DISCOUNT - Page 2

Dallas) 642695 v 1, 48909.00003

After entry return to:

Lynnette R. Warman, Esq.
Jenkins & Gilchrist
A Professional Corporation
1445 Ross Avenue, Suite 3200
Dallas, Texas 75202
Telephone: (214) 855-4792
Telecopy: (214) 855-4300
lwarman@jenkins.com

**ORDER GRANTING MOTION TO ASSUME AND ASSIGN
STORE NO. 658 TO PAISANO DISCOUNT - Page 3**

Dallas1 642695 v 1, 48909.00003